I, Caryl A. Potter, of St. Joseph, Buchanan County, Mo. do make, publish and declare this to be my last will and testament, hereby revoking all former wills made by me.

FIRST

All of my household goods, books, pictures and effects which are in and about my residence and whatever may be added thereto, at the time of my death, I bequeath to my wife, Marie W. Potter.

SECOND

I hereby appoint my wife, Marie W. Potter and The First Trust Company, a corporation, of St. Joseph, Mo. executors of will and direct and request that they be not required to give security for the performance of their trust unless they prefer to do so, and I direct that my wife, Marie W. Potter, and the said First Trust Co. shall each receive not to exceed the sum of $1000.00 and no more in full payment for the services of each as executor hereunder, if the appraised value of personal property of my estate is $50,000 or more. If the appraised value of the personal property of my estate is less than $50,000.00, then my wife, Marie W. Potter , and the said First Trust Company shall each receive, in full payment for the services of each as executor hereunder, an amount equal to 2% of the appraised value of personal property of my estate. If the said First Trust Co. be unwilling to serve as one of the executors hereunder under such circumstances, then it is my dexire that my wife, Marie W. Potter, be sole executor of this will and that she be allowed the fees fixed by law for such performance of her trust.

THIRD

Subject to the foregoing, I give, devise and bequeath to the First Trust Company, a corporation organized under the laws of the State of Missouri, and to its successor or successors in trust, all the rest and residue of my estate, whether real, personal or mixed, wherever situated, whether in possession or expectancy, whether now owned or hereafter acquired, of which I may die seized , or to which I may have any right , title or interest in law or equity at the time of my death, to Have and to Hold the same, in trust, for the uses and purposes herinafter mentioned, and I direct that upon the settlement of my estate in the Probate Court, all assets of my estate of every kind and description, not heretofore disposed of under this will, shall be turned over to said First Trust Company, as such trustee, and I direct that the said First Trust Company, shall not be required to give any bond under the laws of Missouri, for the performance of its duties as such trustee. The said Trustee shall have full power and authority to sell and convey or cause to be sold and convered any part or portion of my real and personal estate whenever, in its judgment, a disposition of the same may be wise and prudent, ~~and to receive a disposition of the same may be wise and prudent,~~ and to receive the proceeds of the sale and to reinvest the same as other property and funds of my estate may be reinvested. Said First Trust Company as such trustee, shall, hold, manage and control said property and the proceeds thereof and reinvest the same in, or loan same on, only standard government and municipal bonds and first mortgages on real estate, no such first mortgage to exceed 65% of the value of the property mortgaged. It is my intention that said First Trust Co. shall

investments and not more than $15,000.00 shall be placed in any one investments It shall not invest any of the funds of this estate in real property unless such property pays a net income of as much as 4½% (preferably 6 to 8%) per annum, and any such investment in real estate shall not exceed $20,000.00 in any one property.

Out of income of said property or proceeds thereof, said trustee shall pay, First, the reasonable and necessary expenses of executing this trust and reasonable compensation to said trustee, which compensation shall not exceed 2½% of the net annual income of the estate and second, so long as my wife , Marie W. Potter shall live and does not remarry, said trustee shall pay to her in monthly ~~xxxx~~ installments, if possible, the total net annual income of my estate. In the event my wife , Marie W. Potter does not draw from said trustee in any one year, the entire net income of the extate, the balance of said income shall become a part of the principal.

During life of my wife, Marie W. Potter, and so long as she remains unmarried, the trustee hereunder is directed to pay the net annual income of said estate to her on demand, and she shall not be required to account for same to said trustee and may use or dispose of such income for the support of herself and children in any manner that she deems best.

Upon the death of my wife, Marie W. Potter, provided she has not remarried, and if, at the time of her death, the youngest of my children has reached the age of 21 yrs. then the trust hereby created shal and the trustee after paying necessary expenses of executing this trust , shall thereupon distribute the balance of all the funds of this estate, both principal and accumulated income , if any , th my children, share and share alike.

In event my wife, Marie W. Potter should remarry then said trustee shall no longer pay to her the entire net income of this estate, but shall pay to her only the sum of $150.00 per month payable on the first day of each and every month, and that only until my youngest child reaches the age of 21 years (if my said wife be then living) and said trustee shall use remainder of net income of this estate, or so much thereof as may be necessary, for the support, Maintenance, and education of my children, as hereinafter directed.

Upon death of my wife, provided she does not remarry, or upon her remarriage, if, upon the happening of either event, the youngest of my children has not reached the age of 21 years , then said trustee shall use income of this estate, or so much thereof as may be necessary, subject to the other provisions of this will, for the support, ~~xxxxxxxxxx~~ maintenance and education of my children, and said trustee is hereby directed to be liberal in the allowance made to such children for such purposes and to see to it that said children are supported in comfort , maintained in the station of life to which they have been accustomed, and receive all possible advantages of education so far as is consistent with sound, sensible parental judgment and subject to the advice and counsel of their mother, if she be living, until the youngest of my children reaches age of 21 years, at which time the trust hereby created shall terminate, and the trustee shall thereupon pay to my wife, Marie W. Potter, if, having remarried, she be living, the sum of $30,000.00 and shall distribute the balance of all the

to my children, share and share alike. In the event, however, that at said time the balance of all the funds of this estate both principal and accumulated income, if any,

mentioned, only an amount equal to that which shall be paid to each of my children.

My children now living are Thompson R. Potter, Whitney Warfield Potter, Juliette R. Potter and Caryl A. Potter, Jr. It is my intention that they and any other child or children of mine which may hereafter be born shall share equally in the ultimate distribution of this estate and be alike beneficiaries of the trust hereby created.

Should my wife, Marie W. Potter, remarry after the youngest of my children reaches the age of twenty-one years, then this trust shall thereupon terminate and the trustee hereunder shall pay to my wife, Marie W. Potter, the sum of Thirty-Thousand and No/100 Dollars ($30,000.00) and shall distribute the balance of all the funds of this estate, both principal and accumulated income, if any, to my children, share and share alike, provided , however, that in the event the balance of all the funds of this estate, both principal and accumulated income, if any, be such that each of my shall not receive Thirty Thousand and No/100 Dollars ($30,000.00) or more, then said trustee is directed to pay to my wife, Marie. W. Potter, instead of the Thirty-Thousand and No/100 Dollars (#30,000.00) above mentioned, only an amount equal to that which shall be paid to each of my children.

Incase of the death of any of my children during the existence of this trust, leaving issue, then the child or children of such deceased child of mine shall receive it or their parrent's share of this estate.

In case of the death of any of my children during the existence of this trust, without issue, then at the termination of this trust the trustee shall distribute the funds of this estate as herein provided to my living children, share and share alike.

During the existence of this trust said trustee shall once a year furnish to my wife , Marie W. Potter, and to each of my children who is over the age of eighteen years, a statement showing the exact condition of such trust fund, including an itemized statement of the property and a list of the securities held by said trustee.

It is especially ordered and directed that no part of the principal trust fund, or the property or proceeds thereof, shall be distributed to my wife or to my children until the youngest of my children has reached the age of twenty-one years, and then only in the event my wife is not living or has remarried.

It is my desire that the said First Trust Company shall employ , consult and be advised by my attorney , Roscoe P. Conkling, in all matters pertaining to my estate and the trust hereby created, concerning which the advice of an attorney is needed, if at said time said attorney is satisfactory to my wife. On the death of said Roscoe P. Conkling, or his inability to act in such capacity, then said trustee shall be at liberty to consult and employ, if necessary, any reputable attorney agreeable, if possible, to my wife.

IN WITNESS WHEREOF, I have executed this , my last Will and Testament, consisting of seven (7) typewritten pages, by signing the same, and upon the margin of each of said pages I have also signed my name, this 4th day of February, 1928.

The foregoing instrument was, at the date thereof, at St. Joseph, Buchanan County, Missouri, signed and declared by the said Caryl A. Potter to be his last will and testamant , in the presence of each other have subscribed our names as witnesses there to.

Edna Mae Stoughton

Marion Mayer

F. R. Stoughton

FIRST CODICIL

to

LAST WILL OF CARYL A . POTTER

*****

I, Caryl A. Potter, of St. Joseph, Buchanan County, Missouri, hereby make, publish and declare the following as and for a first codicil to my last will and testament which is dated the fourth day of February, 1928.

FIRST

It is now my desird , and I hereby direct that the said First Trust Company, its substitute or successor as executor, co-executor or trustee under my said will, shall employ, consult and be advised by my ~~xxxxxxxxxxxx~~ my friend and attorney, Richard L. Douglas , of St. Joseph, Missouri in all matters pertaining to my estate and the trust hereby created , concerning which the advice of an attorney may be needed or desired; and in the event of his death or inability to act, then said First Trust Company, its substitute or successor shall be at liberty to consult and employ any reputable attorney agreeable to my wife, if living, and in case of her death, agreeable to my sister-in-law, herinafter contingently appointed guardian of such of my children as may be under the age of majority.

SECOND

In the event any of my children should be under the age of majority at the time of my death, and my said wife, Marie W. Potter, shall not be living, or in the event of her subsequent death during the minority of any of my said children, in either such case, I appoint my sister-in-law, Mrs. Eloise Wortley, guardian of any such minor child or childre, provided she make her home with them, and maintain, with funds to be provided by my said trustee, a home where all my children may reside, if they desire, until the youngest attains the age of Majority. As such guardian she shall receive board and room in said household and the sum of one-hundred dollars ($100.00) per month, which I direct said trustee to pay to her monthly.

Third

I hereby ratify and confirm my said will dated ~~xxx~~ February 4, 1928, except as the same is expressly modified by this First Codicil thereto.

IN WITNESS WHEREOF?I have executed the foregoing as a first codicil to my said will, consisting of two typewritten pages, including this page, by subscribing my name hereto and on each of such pages this 18th day of February, 1932.

CARYL POTTER

The foregoing instrument was signed , published and declared by the said Caryl A. Potter to be a First Codicil to his last will and testament dated February 4th, 1928, in the presence of us, who at his request, in his presence, and in the presence of each other, have hereunto on the same

TO

Last Will Of Caryl A. Potter

*****

I, Caryl A. Potter, of St. Joseph , Buchanan County, Missouri hereby make, publish and declare the following as and for a second codicil to my last will and testament which is dated the fourth day of February, 1928.

FIRST

It is my request that my sister-in-law, Mrs. Eleise Wortley, may make her home with my wife if and so long as my sister-in-law desires, upon such terms as to sharing expense of maintaining the household, as are satisfactory to my said wife, my sister-in-law and my nephew, Dr. Cabray Wortley.

Second

In appreciation of the long and faithful service of my chauffeur, I give and bequeath to Ralph Arnold the sum of One-Hundred and no/100 dollars ($100.00), provided he is still in my service at the time of my death.

THIRD

In appreciation of the long and faithful service of my cook, I give and bequeath to Mena Guthrie the sum of One-Hundred and No/100 Dollars ($100.00), provided she is still in my service at the time of my death.

FOURTH

I direct my executrix to employ Miss Helen Garth as bookkeeper, and accountant to look after the administration of my farm properties during the period of administration at a salary of Thirty Dollars ($30.00) a month in addition to such salary as may be paid her by Dr. Cabray Wortley as she continues in his employ upon condition that if the volume of Dr. Cabray Wortley's work increases he will be expected to assume a greater portion of her salary.

FIFTH

In appreciation of the long and faithful service, devotion and attention to my affairs by my sister, Bertha Potter, I give and bequeath to her the sum of Three-Hundred and No/100 Dollars($300.00). I direct my executrix to employ my said sister to look after the collection of my professional accounts at a salary which added to the salary which she may receive from Dr. Wortley, or other employer, will be at least equat to the salary she is receiving at the time of my death. The proportion of her salary to be paid by my executrix shall be that part which the time devoted to the affairs of my estate bears to her total employment.

SIXTH

I give and bequeath to Louise Schwarting, who has worked for me for many years, the old Dutch picture which hangs in my office and

SEVENTH

It is my desire that my children may select and have as their own such articles of my strictly personal effects as they may severally select with the approval of their Mother.

EIGHTH

It is my wish that my executrix of my trustee shall not sell any of my investments, whether farms or securities except such as may be necessary to carry out other provisions of this will, unless the security of such investments be impaired or of doubtful character or unless a profit can be realized. Not with Standing this direction I direct that any loans on life insurance policies payable to my wife, Marie Potter, or my children, and payable to her or them , in the form of income be paid off out of my personal estate so that she and they will receive the full income which sheh policies would pay if unimpaired by any loans.

NINTH

I direct that my nephew , Dr. Cabray Wortley, be given the preference in letting or selling the suite of office and appartment in the same building.

TENTH

I hereby ratify and confirm my said will dated Febfuary Fourth, 1928, except as the same is expressly modified by the first codicil thereto and by this codicil.

IN WITNESS WHEREOF? I have executed the foregoing as a second codicil to my said will, consisting of three typewritten pages, including this page, by subscribing my name hereto and on each of such pages this twenty-first day of January, 1933. Five words interlined on page two and four words interlined on page three before signing.

CARYL A. POTTER

The foregoing instrument was signed , published and declared by the said Caryl A. Potter to be a second codicil to his last will and testament datéd February Fourth, 1928, in the presence of us, who at his reqest, in his presence, and in the presence of each other, have hereunto on the same date subscribed our names as witnesses thereto.

Delores Laurey
1300 W. 41 St.
Kansas City, Mo.

Wm. W. Duke
5924 Oakwood
Kansas City, Mo.